MEETING MINUTES

The Former Memphis Depot

Restoration Advisory Board

April 20, 2006

1620 Marjorie Street

Memphis, Tennessee

The Restoration Advisory Board (RAB) meeting was held at 6:00 p.m. on April 20, 2006 at the Ruth Tate Senior Citizens Center located at 1620 Marjorie Street, Memphis, Tennessee. The attendance list is attached.

WELCOME AND INTRODUCTIONS:

MR. DOBBS: Good evening. My name is Michael Dobbs. I'm the Environmental Program Manager for the Defense Distribution Center (DDC) and the Facility Co-chair for the Restoration Advisory Board (RAB). On behalf of DLA (Defense Logistics Agency) and the Base Realignment and Closure Team (BCT), I would like to welcome everyone to this evening's Restoration Advisory Board meeting.

A lot of you know Ms. Jackie Noble. I would like to recognize Jackie. She's with us tonight. She's from Public Affairs. We also have some other people back there from

the Corps of Engineers -- Mr. Buddy Wagner and Mr. Harold Duck at the table.

At the table this evening, we have several technical people with us. Tom Holmes is with us. He is going to give a presentation. Many of you know Tom. He used to work with MACTEC. He's now with e^2M. That's a new company we will be introducing to you tonight. e^2M is going to be responsible for the Main Installation Remedial Action.

At the table is David Nelson. Many of you have seen David in the past. He will be giving a presentation, as well, tonight. Next to David is Mr. Harold Duck from the Corps of Engineers. Mr. Duck will be providing an overview of the property transfer of Dunn Field.
Beside Mr. Harold Duck, we have David Price with MACTEC. He will be there for any technical questions.

Before we get started with the presentation, just a reminder, if anyone has any questions, please remind yourself to put your cards up to address your questions.

Also, after the presentation and questioning, keep the questions only pertaining to that presentation. If we have other questions, we'll take care of them later.

Also, around the room we have several posters. Take the time after the meeting. If you want to go over to the posters, the technical team will be here to discuss any technical questions you have regarding those. That's all I have for now.

MR. WILLIAMS: Well, I would like to welcome everybody to the April meeting. My name is Mondell Williams. I'm the Community Co-chair for the Restoration Advisory Board. And I would just like y'all to note that we have a new court reporter over there, stenographer, and she wants to make sure that everyone pronounces their names when they start speaking so that she can have it as part of the record.

REVIEW AND APPROVE AGENDA:

MR. WILLIAMS: Okay. So I'm going to move on down here to reviewing and the approval of the agenda. Does anyone have any changes or would like to make any amendments? If not, can I get a motion?

MR. COVINGTON: I move we approve the agenda.

MR. WILLIAMS: Okay. Can I get a second?

MS. BROOKS: Second.

MR. WILLIAMS: All in favor?

THE BOARD: Aye.

MR. WILLIAMS: Any opposed? (Brief pause.) Okay.

OLD BUSINESS/COMMUNITY RAB HOUSEKEEPING ISSUES:

MR. WILLIAMS: Under Old Business, I would like to ask for the members at the table here to look at the -- did y'all look at the May and October minutes? And if so, I would like to ask -- I know that we probably do not have a quorum, but I would like to ask anybody that the minutes be approved so that they could be signed off on. So if I could get a motion for that?

MR. BALLARD: Turpin Ballard. Can you do that under your bylaws?

MR. WILLIAMS: Of course.

MS. BROOKS: We're unable to delegate it.

MR. WILLIAMS: It takes six people to have a quorum, and a lot of the members haven't been ---

MR. BALLARD: Six voting members.

MR. WILLIAMS: Yeah.

MR. COVINGTON: So you're the only voting member.

MS. BROOKS: Oh, no.

MR. COVINGTON: That's right. Two voting members.

MR. WILLIAMS: So if I can't get a motion on that, I guess we'll move right along then to New Business.

MS. BROOKS: Yeah, that's -- we can anyway unless -- I mean, if it's legitimate.

MR. WILLIAMS: Okay. Okay.

MS. BROOKS: Just wait?

MR. WILLIAMS: Yeah. I guess we'll wait.

MS. BROOKS: Yeah. Let's wait.

NEW BUSINESS/ENVIRONMENTAL RESTORATION PROGRAM UPDATE:

MR. WILLIAMS: So we'll move on down to New Business-- Environmental Restoration Program Update, Mr. Tom Holmes.

MR. HOLMES: I will get the thing started --just a minute to get started. While it warms up, again, I'm Tom Holmes with e^2M, and I'm going to ---

MS. MOORE: Use the microphone.

MR. HOLMES: Oh, okay. Hello. Okay. All right. Here we go. So, Environmental Restoration Program for the Memphis Depot: I'm going to provide an update on three of the activities, the recent activities: The Dunn Field Remedial Design Investigation, the Dunn Field Disposal Site for Remedial

Action and the Main Installation Remedial Action. And following that, we will go to the project schedule for the next few years with the steps that we will be following.

I want to point out there are four main areas of restoration. We provide the restoration in four main areas. Three of them take place at Dunn Field. We've got the disposal sites; we've got the source areas cleanup, which is the subsurface soils and groundwater at Dunn Field and the off-Depot groundwater Remedial Action. And then we've got the Main Installation Remedial Action. So we're going to talk about all four of those tonight.

The Remedial Design Investigation performed -- field work performed in October and November by CH2M Hill, we were in the midst of that during the RAB meeting in October and talked about our goals for it then. That work has since been completed. We collected additional soil and groundwater data from Dunn Field and the off-site area to the west of Dunn Field, and that was done to further define the treatment areas on Dunn Field. That will be the part of the source areas for Remedial Action, and that includes Soil Vapor Extraction and Zero-Valent Iron (ZVI) injections.

And then we obtained data for the proposed location of the ZVI permeable reactive barrier and for monitored natural attenuation for the monitored natural attenuation groundwater model. Those are being done as part of the off-Depot Remedial Design and Remedial Action to the west of Dunn Field. And that data will be used to complete the source areas and off-Depot Remedial Designs.

The soil data included membrane interface probe sampling and soil sampling. Membrane interface probe, as we discussed in October-- put a probe to various depths in the soil. It heats up a little bit and extracts some of the vapors between the soil grain, and we can tell what kind of compounds are in there. And then we collect soil samples for analysis to confirm the depth data.

We took all of the available data up to that time from numerous investigations in the source areas, and we put in all those figures, and then overlaid that with a grid at 40-foot spacing. And then the areas in blue were the sample points that were selected that would cover all of the suspected areas with the soil compounds above remedial goals. And then CH2M Hill collected samples in each of those areas, starting from where we were most sure there

were compounds in the soil and ground, in the soil, and then moving out from there so we could define the areas where the soil exceeded the remedial goals, and then we could go in and focus on the Remedial Designs for the cleanup in those areas.

As you can see, there were four areas on Dunn Field. This is the western boundary of Dunn Field. The railroad tracks and Person is up here, and Hays would be up above the top of the map there. (Indicating) So the four areas moving down to the south that were investigated.

CH2M Hill also installed nine-monitoring wells on-site to further define the groundwater concentrations. You can see the blue lines of the concentration contours in the four main areas of the plume. And we put in the green dots to show where the new wells went to confirm that this was the boundary of the area exceeding the MCLs (maximum contaminant levels), which are the remedial goals for groundwater, and so we installed those wells.

And then in the off-Depot area, this is the proposed location of the permeable reactive barrier (Indicating). Again, this is Dunn Field; western boundary of Dunn Field

here, Person, MLGW (Memphis Light, Gas & Water) substation is up here. This is the proposed location of the permeable reactive barrier. (Indicating) We put these green dots to show where the soil borings went in, and then the red dots represents an additional groundwater monitoring well we put in. And then we installed four other wells, two here and two up there to help with the modeling for the monitored natural attenuation.

All of the data has been collected now, and we've got analytical results, and we're using that to prepare maps to define the areas that will require treatment, and then all that information is going into the Remedial Design.

So the next steps here are then to complete the Remedial Design. The source area Remedial Design on Dunn Field with the soil vapor extraction and ZVI injection, we expect to complete that in the spring of 2007.

Then following its completion, there will be a public briefing in the summer, and, of course, the final RD (Remedial Design) will be available for viewing in the information repositories. And then the off-Depot groundwater RD with the permeable reactive barrier and

the monitored natural attenuation, we expect to complete that in the summer of 2007, with a public briefing to follow in the winter.

The Dunn Field Disposal Sites Remedial Action field work excavation was completed in March of 2006 at five disposal sites on the western side of Dunn Field. During the remedial design phase, the investigations for all of the disposal sites on Dunn Field were reviewed and determined, and at these five sites, the remedial goals were exceeded. And they needed to be excavated and the materials in the disposal sites were removed and the associated soils.

Last, we started the work in March of 2005. There has been an RA (Remedial Action) Work Plan completed. There's been a Remedial Design, a public briefing and we began to work March 2005. We completed three of the sites and partially completed one of the sites. And the fifth site--You may recall when we discussed that we found a number of glass bottles in there that contained acidic liquid with concentrations of ortho-toluidine chemicals used for determining chlorine levels in drinking water. We determined what liquid was in those bottles and what was

the best approach for removing them. That took a while. In October we had finalized the plans for going forward to discuss that then. That work was then finished in February of 2006. So all of the excavations had been completed. The remedial goals were met at all five sites. They were backfilled and grassed. So all of that is done.

We excavated, transferred and disposed of 4,052 tons of non-hazardous soil and debris, things like concrete rubble, burn pit materials and other trash, broken glass and so forth, and some empty crushed drums that were found in one of the disposal sites. And they were all disposed of, as I said, as non-hazardous debris in the South Shelby Landfill.

The material with the bottles, the broken glass and the soil from Disposal Site 3 was disposed of as hazardous waste in accordance with regulations. Again, it was sent to a landfill in Canada. And as I said, confirmation soil samples confirmed that the soil cleanup goals were met.

Here are the sites on Dunn Field. We've got, again, the western side of Dunn Field. Here on the bottom, the railroad, Person Avenue and Hays Road on the top. Here

are the five sites. (Indicating) Site 3, the one with the bottles, was just finished. Site 10, sites 4.1, 13 and 31 were completed earlier in 2005. So this one is pretty much done. The report is being written now. It's to be completed, and with final approval by this fall, the report is going to be reviewed by the EPA (Environmental Protection Agency) and TDEC (Tennessee Department of Environment and Conservation). Upon completion, the documents will be available in the information repositories.

Then the Main Installation --enhanced bioremediation treatment-- the Work Plan was completed in September of 2005. This is when we're going to inject sodium lactate, which is a milk product. We're going to inject it into the shallow aquifer at a depth of 90 feet or so in wells on the Main Installation. The lactate will be used as a food source for naturally occurring bacteria that are in the soil and groundwater already. As they grow by eating or live and die by eating the lactate as a byproduct, they will degrade the compounds that are in the groundwater. When we did the treatability study, it worked very well, so we expect this to go well.

The Work Plan included the final injection well and monitoring well locations and described the other construction activities that will be done: It also includes the groundwater monitoring plan and the health and safety plan for the workers and the neighborhood. And that Work Plan is available in the information repositories.

All of the work will be done on the Main Installation. The main activity that one would see would be drilling of the injection wells and the monitoring wells, which is similar to the other activities that were seen during our investigation of the site.

And the final preparations for the work are under way right now, and we'll begin the drilling in the first of May. There will also be some construction for renovations at a building on the Depot, and we're building two injection trailers that will be used to carry the diluted sodium lactate and inject it in the wells in the two areas.

Here is a photo showing the treatment areas. Again, the Main Installation with Airways on the side and Dunn Avenue along the top. (Indicating) One treatment area is in the Barnhart Crane area, the southwest portion of the Main

Installation, and the other is in the southeast portion, next to the new police precinct.

So, for the actions that are under way. And we mentioned there were four -- four main actions. So one of them, the disposal site is pretty much done, just finishing up the report now, and that will be complete. The other one, the Remedial Action is under way or getting ready to be under way, and the other two are in the Remedial Design phase.

So, in 2006, we'll complete the disposal site for the Remedial Action report, continue the Remedial Design for the source area, which includes soil vapor extraction and Zero-Valent Iron. We'll begin the Main Installation Remedial Action, as we just described, with Enhanced Bioremediation and Natural Attenuation. And we'll begin the Dunn Field Off-Depot Groundwater RD, which is the Permeable Reactive Barrier.

In 2007, we will complete the Source Area Remedial Design and conduct a public briefing following that. We'll complete a Remedial Action Work Plan for that and begin the Remedial Action.

And then we'll complete the Dunn Field Off-Depot Groundwater RD and hold a briefing for that.

In 2008, we expect to receive Operating Properly and Successfully determination for the Main Installation Remedial Action. We'll begin that following a year of the sodium lactate injections with monitoring. The Operating Properly and Successfully doesn't mean that all of the cleanup goals have been met, but it means all the construction is complete, the system is in and working as it was intended. And our monitoring results show that we are making appropriate progress towards the final cleanup goals. It doesn't mean that any action will stop. All the work will continue, but it's a milestone that allows the property to be transferred for re-use.

Then we'll also, in 2008, complete the Off-Depot Groundwater Remedial Action Work Plan and begin the Remedial Action. And we'll complete FOST (Finding of Suitability to Transfer) 5 -- Finding of Suitability to Transfer. That will be triggered by the Operating Properly and Successfully determination for the Main Installation and that will include the remaining property on the Main Installation. We've got a figure over there on the wall,

property transfers that show what property has been transferred and what remains to be. And part of that, the purple area, is the area on the Main Installation, and that will be part of FOST 5. (Indicating) That Finding of Suitability to Transfer, as you recall, this will be the fifth one we've done. So four have been done. The last one, FOST 4, was on Dunn Field, and it's a report in the format that is required by regulation that provides the supporting information about why that property is suitable to transfer. And there's a public comment period for that document.

2009---It will primarily be just continuing the Remedial Action, the Main Installation, the Source Areas at Dunn Field and the Off-Depot, just continuing to operate all the equipment and doing the monitoring.

Then in 2010, we expect to receive Operating Properly and Successfully Determination for Dunn Field Source Areas and the Off-Depot Groundwater, and that will trigger FOST No. 6, which is the remaining property on Dunn Field. And there will be a public comment period for that as well. And that's it for the update. Questions?

MR. WILLIAMS: Yes. Mondell Williams. How deep do the probes go and how high is -- you know, when you say you put a probe or

something down into the ground so that you can get the vapors?

MR. HOLMES: Right, for the Dunn Field ---

MR. WILLIAMS: Yes.

MR. HOLMES: --- the membrane interface probes?

MR. WILLIAMS: Yes, sir.

MR. HOLMES: We were only interested in looking -- determining the soil concentration in the loess. So it went down to 30 feet. It didn't go down to groundwater, just in the upper surface of that silty clay, loess material.

MR. WILLIAMS: And how hot does it have to be for you to extract the vapor? You say you warm it up.

MR. HOLMES: It's not that hot. David, do you recall what that net probe gets to? Is it 100?

MR. NELSON: I think it's around 120 degrees, 130, something in there.

MR. HOLMES: So I guess Celsius, so if there's any moisture, it would heat it up so it would then go into vapor phase. And then there's a little air extraction.

MR. WILLIAMS: Okay. I've just got one more question. On the new on-site monitoring wells ---

MR. HOLMES: The ones at Dunn Field?

MR. WILLIAMS: Yeah.

MR. HOLMES: Those? (Indicating)

MR. WILLIAMS: Up there at the top, right up at the top.

MR. HOLMES: Right two here?

MR. WILLIAMS: At the --

MR. HOLMES: The two green ones.

MR. WILLIAMS: My question is, is that the source of the contaminated water flow or what? Which way is the flow of the water and ---

MR. HOLMES: The water, we've got a drawing on the side for Dunn Field, which is over there. (Indicating) It shows the plume and groundwater (unintelligible), but the flow is basically from the northeast to the southwest a little bit and then to the west.

MR. BALLARD: These are the two -- this is looking at the flows. The flow is in this direction. (Indicating) Just pointing this out to Mr. Williams.

MR. HOLMES: And as far as the source areas, there are four areas, and those are indicated by these -- by the groundwater concentration contours here. (Indicating) So there's an area here, and here, and here and up there. And all of those are being addressed in the Source Areas Remedial Design and then in the Remedial Action.

MR. DOBBS: Any other questions? (Brief pause.) Thanks, Tom.

MR. HOLMES: Okay. And David Nelson is next.

PRB (PERMEABLE REACTIVE BARRIER) IMPLEMENTATION STUDY:

MR. NELSON: Hello, everyone. My name is David Nelson. I'm Project Manager with CH2M Hill, the design contractor for the Memphis Depot project, and I have been the Project Manager of CH2M Hill since October of 2000. Tonight this presentation concerns the Permeable Reactive Barrier Implementation Study. Permeable Reactive Barrier is also referred to as the PRB.

We're going to look at what is a PRB. We're going to talk about the objectives for this study, describe a little bit about the PRB construction method, look at some of the study processes and location of the study, look at some safety and equipment and waste management plans, and also look at the schedule for implementation and briefly review the next steps, which Tom just introduced to us.

So, what is a Permeable Reactive Barrier? It can be defined as an underground wall or barrier that is filled with iron particles. In this case, it will be the Zero-Valent Iron. We've actually introduced Zero-Valent Iron in the past through some of our other studies. This will be another use of Zero-Valent Iron. Zero-Valent Iron helps -- or actually

breaks down the solvents into safe compounds that eventually degrade over time.

A Permeable Reactive Barrier is installed in the flow path, typically perpendicular or at right angles to the flow of groundwater. It is very effective in treating Chlorinated Volatile Organic Compounds (CVOCs), such as solvents. And the PRB is also part of the groundwater remedy that's outlined in the Dunn Field Record of Decision. This slide here presents an example of a Permeable Reactive Barrier. And the Permeable Reactive Barrier is typically installed as a wall within the flow path of groundwater in an aquifer. And the groundwater will flow through the wall that is filled with Zero-Valent Iron. And you have this impacted groundwater on the upgradient, or, you know, in the direction of groundwater flow that the impacted groundwater goes through the iron and come out as a treated groundwater.

This is just a cross-section, some of the same thing. This will be the Zero-Valent Iron here, the wall, the aquifer down here, the groundwater flowing through it. (Indicating) And then on the opposite side of the wall, on the other side of the wall you have the treated groundwater.

So our primary objective of this study is to assess Jet Grouting, which is also referred to as Jetting, as a PRB construction method. We'll look at the capabilities of Jetting, or Jet Grouting, look at the costs associated with that, as well as the installation time required for this method.

We'll also take a look at the short and long-term impacts on groundwater flow, as well as the effect of solvent levels in the groundwater.

Jetting is actually a proven and established technology that's used every day in geotechnical applications. It has been adapted for environmental cleanup in this use and in association with work conducted at the University of Missouri at Rolla. This will be tested at the Depot as an assessment of the application for this technology.
And why would it be adapted in this case? Memphis has soil types that are very favorable for this type of application. Typically, the aquifers consist of sand and very consistent soil -- grain-size type throughout this aquifer. And one of the expectations is that this method may be able to install PRB faster.

The construction method will be that Zero-Valent Iron is installed in columns. Our wall base will be constructed in columns. And Jetting methods use high-pressure jets to remove soil or mix soil with -- in this case, the slide does say cement-based grout, but actually it would be replacing it with Zero-Valent Iron instead of cement-based grout to stabilize the soils and treat the groundwater.

The Jetting process -- this slide shows the cross-section of the Jetting process. (Indicating) You have a drill rig here that sends a drill rod down to the bottom of the aquifer. In this case, the target at the bottom of the aquifer is the target depth. Once the drill rod reaches the bottom of the aquifer, a high-pressure pump is activated, travels through the drill rod, and the pressure nozzles at the end of the drill rod actually cut the soil and form a column as the drill rod is retracted through the aquifer. And as it is retracted, the space here will be filled with Zero-Valent Iron and eventually will construct a number of columns which forms our wall.

So the PRB, this PRB study, will begin on May 16th, and it will be conducted at a vacant lot west of Rozelle Street,

which is just south of the CN (Canadian National) railroad tracks. We have, as of March 2006, installed five groundwater monitoring wells associated with this study. The PRB will be 50 feet long and approximately eight feet high. And the overall depth for the PRB will be approximately 75 feet below ground surface.

As we said earlier, the PRB is part of the groundwater cleanup remedy in the Dunn Field ROD (Record of Decision). The results of this study will be used to design a full-scale remedy for groundwater, and it will be part of the Remedial Design, which will be included in that complete document.

This slide shows a -- Tom actually introduced this to us. The PRB study will take place right in this area here between monitoring wells161 and 144. (Indicating) This is Rozelle Street here, Menager Avenue there. These are the CN railroad tracks. This is MLGW's (Memphis Light, Gas & Water) power station. And it will be right along the right-of-ways that exist to that electric substation.

Some of the equipment that is used in the PRB installation process, or in this study, will be a rotary drill rig, which is

an example that's presented in this slide here. (Indicating) There will also be a double system jet pump. That's what enables us to cut the soil, the pressure that's involved in those that's injected in the nozzles within the drill rod. There also will be a vacuum truck which is used to basically vacuum up any materials that are brought to the surface, and also various tanks, other pumps, accessories as part of the overall equipment.

Of course, with this study, as with any other study, we have a Health and Safety Plan, which describes a number of measures, such as air monitoring and dust control. It also outlines the personal protective equipment for each person on site to be used, as well as the measures that are all enacted to protect these workers as well as the community.

There will be erosion control measures, and there also, of course, will be safety fencing, which will restrict public access and also set up zones for those people who may want to observe the process. We will also be conducting a waste management during this study. Waste, of course, will be managed and disposed of in accordance with all federal, state and local regulations.

And just going through the next steps, Tom briefly introduced these in his presentation. We will start a brief PRB study by mid-May. It will take approximately three weeks to complete the field work. That's the field work where the drill rig and other equipment is on-site. This will be followed by a confirmation sampling period of approximately six months, which will be completed in December of 2006.

This part of the overall groundwater -- Off-Depot Groundwater Remedial Design. We'll fold the information into that document, and that document is expected to be completed in the summer of 2007, and there will be a public briefing associated with that in the winter of 2007.

In 2008, after the design is completed and approved, we'll move to the Off-Depot Groundwater Remedial Action where the information, or the PRB will be used as a part of the installation of a permanent PRB. And then, of course, there will be ongoing monitoring for effectiveness of the selected remedy. And that's it for this presentation. Any questions?

MR. WILLIAMS: Yes. Mondell Williams. I want to go back to those pillars and about you putting that Zero-Valent Iron in them. And

my question is ---

MR. NELSON: This one? (Indicating) Oh, okay.

MR. WILLIAMS: Yes. Now, will it be a solid? I'm trying to figure out will it be a solid, you know, like at the end down here where you have it. Will they all be like that, where the water must pass through there or will they be spaced out like you've got them where you started at? Because my question is, I'm trying to figure out how well the water travels through the pillars or the wall to clean up.

MR. NELSON: Well, first of all, the columns are filled with a Zero-Valent Iron and a sand mixture. And this mixture is designed to be more conductive, or, in other words, having more openings in the surrounding aquifer so the groundwater -- let's say this is a cross-section. (Indicating) Let's say we cut through and the groundwater is flowing into the slide. And if we put this in front of groundwater, the groundwater will flow through or towards our wall and through. And, you know, it's flowing right now, it's flowing through the sand. All we're doing is basically cutting sand out and replacing it with an iron and sand mixture.

So, as it flows through and towards the wall, the wall will be more conductive. In other words, it will have more openings and it's a path of least resistance for the

groundwater. And we anticipate that there will be a number of columns. The maximum spacing that we anticipate between the columns will be approximately one foot.

MR. WILLIAMS: Okay. That's what I thought.

MR. NELSON: However, they are staggered. So there will be a column here, and a column here, and another column here, so the groundwater will flow. (Indicating) At any point, the groundwater flowing through the wall will touch Zero-Valent Iron.

MR. BALLARD: Like if you open one of those -- Turpin Ballard. One of those refrigerated packs of Coke, and you see how they're stacked in there, offset like that, the groundwater will flow, so they will always have a column to flow through.

MR. WILLIAMS: Okay.

MR. BALLARD: And the columns are six feet in diameter.

MR. WILLIAMS: Okay. Thank you.

MR. COVINGTON: Jim Covington. What holds the column in place? What keeps it from being just washed away by the water?

MR. NELSON: That's a good question. As this drill rod is retracted, there's actually a guar slurry injected. A guar is just a gum material mixed with water. And it has a little bit of weight to it. So as this is pulled up, water can take it through the rod. Also, this basically holds this column open long enough for the

Zero-Valent Iron to be injected into it. It's a pretty rapid process so that you don't have any collapse of material from the walls or from the roof of the column.

MR. DOBBS: Thank you.

DUNN FIELD PROPERTY TRANSFER STATUS REPORT:

MR. DUCK: I'm Harold Duck. I'm with the Army Corps of Engineers out of Mobile. I am the Transfer Agent for the Army, the BRAC (Base Realignment and Closure) properties and lead negotiator when we get into sales. I have a somewhat difficult name. Madam reporter, it's spelled out here. But kind of like Mr. Dobbs said, I guess I could live with Darold Huck rather than Harold Duck, it might be an advantage sometimes, I don't know.

So I want to talk to you about the real estate status on Dunn Field, primarily; although, we're going to touch on the Main Installation as well. What's our role? The Corps of Engineers really acts as a real estate agent for the property owner. It would be just like, Mr. Williams, if you just listed your house for sale, when you came to me to sell your house, I would like to know where it is, how much land goes with it, do you have a survey, a legal description,

you know, are there any problems that the prospective buyers may need to know about? So that's basically what we do in real estate preparation.

And then if you turn around and look at the back of the room, Mr. Buddy Wagner is back here. He's our legal advisor in the office and counselor of the court, same office I'm out of. Buddy does all the deed preparations. He takes the findings from the environmental side of the house and incorporates those into the deeds; and, so, he is a vital part of this.

How did we get here? When you start BRAC, you go through a pack of orders, a screening process. BRAC, when it's declared it's excess by the Department of Defense, this is pretty well cleared all of your major military services. However, some of the subservient or spin-offs, like your Army or National Guard and Air Force Reserve or somebody could come in and claim BRAC if they wanted to on a DOD (Department of Defense) level. Then we go into the federal level, which are all the other agencies: Department of Transportation, Department of Interior, Department of Justice, and see if there is a need for the real estate there.

And if there is nobody there that needs the property, then it goes into state and local. And the state and local is where we get into the local redevelopment part. In this case, the Depot Redevelopment Corporation that Mr. Covington represents over here, they are at that level.

And then, if there is no LRA (Local Reuse Authority) and nobody is interested in the property, we actually go to the public, and we'll put a "for sale by owner" sign up and do a public auction and sell it at a fair market value to anybody that wants to buy it. Believe it or not, that happened a couple of times under the BRAC process, but that's very unusual that it would ever get down to the public level. So that's the process.

The transfer methods that we have at the federal level, the federal screening, if the agency wants it, we do what we call a fed-to-fed transfer. The title to all of the property that we deal with is vested in the United States of America. It's the government's property. The Army does not own property, per se. Neither does your Department of Justice or Transportation, but it's vested in the name of the United States. And then accountability and control is assigned to

the various agencies that have the control over the property.

So, if we're going to transfer property from one federal agency to another, we don't need to do a deed because the United States is on both sides of it. So we do a fed-to-fed transfer, normally accomplished by a letter. It has a lot of the supporting information that goes with it, just like a deed would. We've used that here at the Memphis Depot as well.

The Economic Development Conveyance is a system of transfer that was developed to mitigate the impact, the economic impact, of an area when we close down an installation. If you lose jobs within -- the EDC (Economic Development Conveyance) was set up to give an opportunity to someone normally within the local reuse authority to come in and develop the property, create jobs and offset the jobs that were lost when we closed the property. The Public Benefit Conveyance, which has also been used here, is a method of transfer at no cost to a city or an entity that certifies the property would be used for the benefit of the public.

The one that comes to mind readily is the Department of

Interior picked up the property at the federal transfer level and deeded the property to the City of Memphis. The golf course on the Main Installation is one of the things that operated this way. The Hays Road road improvement project went this way after the Public Benefit Conveyance through the Federal Highway Administration, was it, Buddy? Okay. And then the negotiated sale, of course, is another method of transfer, if we get down to that process. Normally, if it goes to through to sales, the Army says go out and sell the property at fair market value to whoever is interested.

The Determination for Suitability to Transfer is a -- it's a document that we have to have. You've heard Mr. Holmes refer to the FOST, the Finding of Suitability to Transfer. It has to be certified that the property has been changed, but the standard would not endanger the health and safety of the public before we could transfer it, so we hang our hat on the FOST, the Finding of Suitability to Transfer. What did you say, there's going to be a total of six here? We've already been through four, and so that's a document that we look for.

The four transfers -- if you'll look over to our property

transfer map over here -- let me walk over here, if you don't mind, while we're talking because it would easier to point out from here. This is your Main Installation here. (Indicating) We transferred the housing areas here. You have a brand new police precinct just north of the housing area. The DRC (Depot Redevelopment Corporation) has received title to some of the property. And then the Hays Road property runs along Dunn Field. This little protection up here is the fourth one that's been transferred, and we have a deed now in the Pentagon that will transfer another 302 acres to the DRC on the Main Installation.

But tonight we want to talk about Dunn Field, because that's the one that we are interested in here. So FOST 4 has been done for Dunn Field. The landowner said -- you know, we covered it with the United States, and so we take the direction from the Department of Army, but the Corps of Engineers is one of the major commands in the Army. The Pentagon personnel is the headquarters, is a part of the Army; and the major commands that fall under the Pentagon, the DLA, the Defense Logistics Agency that Mr. Dobbs works with for here, are the actual controllers of the property.

The Dunn Field property was screened with the Department of Defense with no takers. It was selected -- part of the property, the Dunn Field property is actually divided into six parts. A couple of parcels were picked up by the Department of Interior at the federal screening level for the City of Memphis to be used as a public park. The entire Dunn Field was scheduled for transfer either through -- well, all of it was through the Public Benefit Conveyance for different reasons. But the City was interested in it at the time for the public park, so it was picked up by Department of Interior. The Department of Interior received the property through this fed-to-fed transfer that I talked about that the Corps of Engineers completed, and we transferred the accountability control to the Department of Interior. The Department of Interior offered to transfer it to the City of Memphis, 40 acres of Dunn Field for public park use. The City has decided it's not in a position to accept that property right now, and so in turn, they gave it back to the Department of Interior. The Department of Interior has no authority to hold land on their own, so they transferred the custody and control back to the Department of the Army.

So now we're back to where we started. And so now we're waiting for direction from the Pentagon folk, the BRAC

and division office to tell us here's what we want to do. There was -- we have received an indication that the DRC may be interested in picking it up, at least acting in response for some of this land. If that's the case, the Army may say, you know, we'll amend the Economic Development Conveyance and we'll deed it to the DRC, and the DRC will pass it onto the end user. Or the Army may come back and say, you know, we're going the public route with this, and so we'll put a “for sale” sign up and see what happens there.

But right now, as of today, I can't tell you the position of the Army because it hasn't yet been agreed upon, I guess. Okay.

This is a sketch of Dunn Field, and the six areas of the yellow line across the top are the ones that have already been deeded to the City for the Hays Road project. If you've been down there, you can see how successful that was. (Indicating)

The two parks areas are 17.66 and 21.76 acres, plat two and plat four, are comprised of 40 acres right now that is environmentally clean and ready for transfer, and that's the

one the Army has under consideration. The two bottom portions that add up to about 26 acres or so were originally scheduled for use by the transfer to the City for use by MATA (Memphis Area Transit Authority), the transfer authority here. We haven't received confirmation that that's going through yet, but it's still under consideration now, but that may very well go to MATA, but this is the part that I think you said is going to be like now 2010 before that property is available anyway. So we have a way to go on it. So that's where we stand on Dunn Field right now. Questions?

MR. WILLIAMS: Yes. Okay. Mondell Williams. Okay. At this present time, this property is under a master lease to the City. Am I right?

MR. DUCK: On Dunn Field?

MR. WILLIAMS: No. Well, okay. Dunn Field -- Dunn Field wouldn't be right now.

MR. DUCK: Dunn Field is not on here.

MR. WILLIAMS: Well, it hasn't been transferred over. But so far there is a master lease out there for the property.

MR. DUCK: There's a lease in furtherance of conveyance to the DRC on the Main Installation. And basically, the lease in furtherance of conveyance says we guarantee, we promise the DRC that this land would not be conveyed to anyone except you. And

even though it's not titled in fee, it's almost equal to a title in the degree of interest, which gives the Depot Redevelopment Corporation the ability to transact business on that land. Mr. Covington has several tenants in there now, you know, with the possessory interest, though there's not a deed title yet. That's the deed that's in the Pentagon right now to be signed on the 302 acres. And then the rest of the land that's on the Main Installation, the part in the purple over here, would be in and out here. (Indicating) But it's also under the lease.

MR. WILLIAMS: So you're saying in about ten years this land will be up for sale to the city and county?

MR. DUCK: Not in ten years. In 2010.

MR. WILLIAMS: 2010.

MR. DUCK: Yes, sir. Four years or so. Dunn Field. Yeah.

MR. BALLARD: And the east part of Dunn Field, there are two at the top there, that 40 acres, that's available.

MR. DUCK: This? (Indicating)

MR. BALLARD: Yeah.

MR. DUCK: This part and this part are available to them. That's the one we're waiting on the Army to say this is our preferred method of transfer that we want you to follow on this part, on this part and this part. This part and this part would be 2010 before it's projected. (Indicating) Then the little caveat at the bottom, Mr. Holmes' slide said "these things may

change, you know, the dates may change," but right now it's projected for 2010.

MR. WILLIAMS: How long would the Army be responsible for this property? Just say four years down the road something comes up and we have more environmental problems with this land. How long will the Army be responsible for ---

MR. DUCK: That's a very good question, and one that we get asked very often. If the Army contaminated it, the Army would be responsible for cleaning it up. It doesn't matter when.

MR. WILLIAMS: Yeah, I know. The reason I ask this is because we haven't found out the flow of the water and who is responsible for the contamination of the flow of water. So that's the reason I was asking. Of course, no one has fessed (confessed) up to that.

MR. DUCK: Normally I don't want to cross the line to get into the environmental arena here with my friends. But normally it's pretty easy to determine whether the contaminant is one generated by the Army or one generated by another user. If it's determined that the Army contaminated it, well then the liability to clean it up and the liability to fund it is the Army's.

MS. BROOKS: Peggy Brooks. And my question concerns the clause "Public Benefit Conveyance." And, basically, this is just really just a personal concern.

MR. DUCK: Okay.

MS. BROOKS: Did the federal government fund the widening -- because I'm trying to get clarity -- fund the widening of Hays Road? And you remember how some of the yards, the extra amount of land that was -- I don't know whether it's given or it should be -- I'm basically assured that it becomes, you know, part of the homeowner's property.

MR. DUCK: No, ma'am. You're talking about on the east side of Hays Road where the houses are?

MS. BROOKS: Right across from Dunn Field.

MR. DUCK: Where they took in sidewalks and steps?

MS. BROOKS: Right, the sidewalks, that's it, that's exactly it.

MR. DUCK: To answer your question, I don't know. I'm sure there were federal funds involved, but the City would know more than we would.

MS. BROOKS: Right, right.

MR. DUCK: Because the only role that we played was to identify the property and to deed it to the City, and that was deeded. Buddy, do you remember when?

MR. WAGNER: I don't.

MR. DUCK: It was 2004 or something like that.

MR. WAGNER: Sounds about right.

MR. DUCK: It was deeded to the City, and then the City took it from that point as far as developing the widening of Hays Road and

the improvements there, and they would handle it either with local funds or federal funds or normally a combination of both.

MS. BROOKS: So, in other words, basically the federal government just gave it.

MR. BALLARD: Gave the land.

MS. BROOKS: Yes.

MR. DUCK: But I don't ---

MS. BROOKS: Yeah.

MR. DUCK: From the Army's standpoint, it was transferred at no cost.

MS. BROOKS: Right. That's it. That's the answer.

MR. DUCK: But we didn't own the land over on the east side where the houses were.

MS. BROOKS: Right, right, right. Basically, I just wanted to know about Dunn Field. That's good.

MR. DUCK: Other questions? (Brief pause.) Okay. Thank you very much.

MR. DOBBS: Thank you.

BASE REALIGNMENT AND CLOSURE CLEANUP TEAM UPDATE:

MR. BALLARD: Turpin Ballard. My part here is going to be real quick because I'm supposed to give you an update on what we

talked about during our BRAC Cleanup Team meeting today. But you've already heard what we talked about at the BRAC Cleanup Team meeting today because we had the discussion about the PRB implementation study and the Remedial Designs for the source areas and for the off-site groundwater. So everything that Tom talked about, we received an update on in the meeting.

And what David presented, we received an update. And what Harold just talked about, we received an update. And aside from talking about in a little more detail about next steps and schedules and all, - that was the real gist or meat of our meeting. So I really don't have anything more to add to that, so I'll just let it go at that, unless anybody has any specific questions. (Brief pause.)

RAB COMMENT PERIOD:

MR. WILLIAMS: Mondell Williams. This is the RAB Comment Period. Would any other RAB members like to comment on anything? Alma, when will we have our next meeting? Do you know?

MS. MOORE: Probably in the fall.

MR. WILLIAMS: In the fall. I know that you contacted everybody, but would

you do a favor for me, and when you send out letters for the next meeting, would you urge them to really come to the meetings? Because, you know, we need them here and not where they're at.

MS. MOORE: I'll do that, as I always do, but I'll make a suggestion that the community members present tonight, which are you and Ms. Brooks, that you all sign that. You all should make an appeal to your fellow community members to attend.

MR. WILLIAMS: Okay.

MS. MOORE: There are nine community members. It takes six for a quorum, and there are some things that we have to move on because there's no approval of the 2005 minutes. So we're at a standstill when we don't have a quorum to move on. And there are a couple of things that we have to do tonight, just to note on record that we have those things to do that Mr. Dobbs has for us to do, and the people are not going to be here to see it.

MR. WILLIAMS: Okay.

MS. MOORE: But we have to keep going, Mr. Dobbs, onto things that we had in order to move on to the next step.

MR. WILLIAMS: Okay. I appreciate that.

MS. BROOKS: I'm sorry. Excuse me. Very informal. Alma, I would appreciate it if you would draft the letter.

MS. MOORE: Okay.

MS. BROOKS: Because you know the particulars, and I and Mondell would be happy to sign off on it.

MS. MOORE: Yes, ma'am.

MS. BROOKS: Thank you so much.

MR. WILLIAMS: Because I feel that this is a very important meeting, and there's a lot going on. There's a lot of information being given, and I think that everyone that's a member needs to have this information at hand. You know, it gets a little hairy at times, but I still think that they need to be here. If they don't get but a little out of it, I think that's great. So I just -- I don't want to go into that, but I just want to make sure that they attend.

MR. DOBBS: One other thing real quick. Because we're not getting a quorum, so you do know, what we will be doing, we'll be posting the minutes on our website, and we'll put a statement on there that these are the minutes, but they're not approved minutes. So that if anyone within the community wants to see it, it's out there. So they are going to be posted.

Ms. Hooks, as a lot of you know, has left the RAB and is going to be replaced by Mr. Brittenum, Councilman Brittenum. But what we had tonight for Ms. Hooks was a letter of appreciation signed by General Lally. And what I'm going to do for the record is I'm going to ask Alma to

read that so we'll get that in the record, and then we'll send this letter off to Ms. Hooks. Thank you.

MS. MOORE: Thanks, Mike. I would also like to add that we've met with Councilman Brittenum twice within the past two weeks, and he has agreed to sit on the RAB. He did let us know Tuesday night at our meeting that he had four engagements tonight and that this would be his first stop, but I'm sure something has come up. So we, as I said earlier, must move on. So we'll make this as note.

I will mail this tomorrow to Ms. Hooks. And the letter reads, "Ms. Janet Hooks, the Office of Multi-Cultural and Religious Affairs, City of Memphis, 125 North Main Street, Room 442, Memphis, Tennessee 38103. Dear Ms. Hooks, on behalf of the Defense Distribution Center, DDC, and the Memphis Depot BRAC Cleanup Team, BCT, I would like to thank you for your many years of dedicated service as a civic member of the Restoration Advisory Board. Your participation as a civic member of the RAB, representing the City of Memphis, ensured that municipal, community and local neighborhood issues were considered and discussed throughout the Environmental Restoration Process at the Memphis Depot. Thank you for offering your expertise to the community. I appreciate your

active participation on the RAB and your valuable input to the environmental cleanup process. We wish you continued success in your position as Director in the Office of Multi-Cultural and Religious Affairs at the City of Memphis. Sincerely, Michael J. Lally, Brigadier General, USA Commander." And with that, I also will mail a coin for her years of service on the RAB, and it's got that note, and I'll mail that out tomorrow to her.

MR. DOBBS: Thank you.

PUBLIC COMMENT PERIOD:

MR. WILLIAMS: All right. We've got to the Public Comment Period. Well, seeing there's no public comment here, would anyone like to make a motion to adjourn the meeting?

MR. BALLARD: So moved.

MR. WILLIAMS: Second?

MS. BROOKS: So moved.

MR. WILLIAMS: All in favor?

THE BOARD: Aye.

MR. WILLIAMS: Any opposed? (Brief pause.)

MR. WILLIAMS: Abstained? (Brief pause.)

MR. WILLIAMS: So noted.(Brief pause.)

(Whereupon, at approximately 7:07 p.m. the meeting was adjourned).

NEXT MEETING: TO BE ANNOUNCED IN THE FALL OF 2006.

Attendance List

Restoration Advisory Board Members

Mr. Mondell Williams	Community Co-Chair
Mr. Michael Dobbs	Interim Facility Co-Chair
Mr. Turpin Ballard	Environmental Protection Agency
Mr. Evan Spann	Tennessee Department of Environment and Conservation
Mr. Torrence Myers	Memphis Light, Gas and Water
Mr. Jim Covington	Depot Redevelopment Corporation
Ms. Peggy Brooks	Citizen Representative

Others in Attendance

Ms. Alma Black Moore	Frontline Corporate Communications
Mr. Terry Flynn	Frontline Corporate Communications
Ms. Kelly Anderson	Frontline Corporate Communications
Mr. Tom Holmes	e^2M
Ms. Angela McMath	e^2M
Mr. David Nelson	CH2M Hill
Mr. Mike Perlmutter	CH2M Hill
Mr. Harold Duck	U.S. Army Corps of Engineers
Mr. David Price	MACTEC
Ms. Denise Cooper	MACTEC
Ms. Jackie Noble	DLA/DDC
Mr. Buddy Wagner	U.S. Army Corps of Engineers
Mr. Brett Frazier	U.S. Army Corps of Engineers